



Norfolk Southern Corporation
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Three Commercial Place
Norfolk, Virginia 23510-2191

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2-027A017

January 23, 1992

Mr. Sidney Strickland
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D. C. 20423

11437-2
JAN 27 1992 - 1 35 PM
INTERSTATE COMMERCE COMMISSION

JAN 27 1 30 PM '92
MOTOR OPERATING UNIT

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of January 22, 1992. The primary document to which this is connected is recorded under Recordation No. 11437.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

TRUSTEE/LESSOR: Morgan Guaranty Trust Company
of New York
60 Wall Street
New York, New York 10260

LESSEE/GUARANTOR: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
2	70-ton CUF Insulated Box Cars	XPI	SOU 584923 SOU 584915

A fee of \$16.00 is enclosed. Please return three of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of January 22, 1992, with respect to Equipment Trust Agreement with Recordation No. 11437, dated February 15, 1980, covering two insulated box cars, numbered SOU 584923 and 584915, changed to NS 440650 and 440651, respectively.

Very truly yours,

A handwritten signature in black ink, appearing to read 'J. Gary Lane', with a stylized flourish at the end.

J. Gary Lane

jgl
encl.

11437-2
RECORDED BY FILED 1423STATEMENT OF NEW NUMBERS JAN 27 1992 - 1 15 PM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ASSIGNED TO TWO (21) 70-TON CUF
INSULATED BOX CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD
NUMBERS SOU 584923 AND 584915 SUBJECT TO AN EQUIPMENT TRUST
AGREEMENT DATED AS OF FEBRUARY 15, 1980, BETWEEN NORFOLK SOUTHERN
RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND
MORGAN GUARANTY TRUST COMPANY OF NEW YORK, AS TRUSTEE

Old Road Number
Assigned

SOU 584923
SOU 584915

New Road Number
Assigned

NS 440650
NS 440651

IN WITNESS WHEREOF, Norfolk Southern Railway Company has
caused this instrument to be executed in its corporate name by
its duly authorized officer, and its corporate seal to be
hereunto affixed, duly attested, as of the 22nd day of
January, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: RA Brog
Vice President

ATTEST:

Dezora M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)

CITY OF NORFOLK

On this 22nd day of *January*, 1992, before me personally appeared *R. A. Brogan*, to me personally known, who being by me duly sworn, says that he is a Vice President of Norfolk Southern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument by him on this date was the free act and deed of said corporation.

Clarice L. Whitson
Notary Public

My Commission expires: **AUGUST 31, 1994**